

## **Abstract**

### **Commercial Terms and Clauses in Business Transactions**

This diploma thesis is focused on the topic of commercial terms and clauses in business transactions. Legislation of commercial terms remains concise, but it contains some news in comparison with the previous legislation valid until January 1st 2014. A major novelty is the issue of conflicts of commercial terms (the battle of forms), the rules for unilateral change and also newly grounded content corrections in the form of surprising arrangements. This fact provides a space for professional literature to create a variety of views and answers to the questions that legal practice provides. Today, commercial terms are a common part of contracts. Using the terms greatly accelerates the contracting process and reduces the costs. Commercial clauses contained in some interpretative rules are also frequently used, mainly in the international business.

The aim of this thesis is to analyse how business law experts respond the questions regarding to commercial terms and clauses. As a part of my work, I have also looked at the legislative solutions in the UN Convention on the International Sale of Goods CIGS, the Principles of international trade agreements UNIDROIT and the Principles of European contract law PECL.

In the first chapter I defined the concept of commercial terms, their division and function. In the second chapter, I was dealing with the incorporation of commercial terms, both in relations between merchants and between non-merchants. In the third chapter I pursued the problem of the battle of forms, especially the knock-out rule doctrine. In the fourth chapter I was dealing with a specific content control of the commercial terms, especially the prohibition of surprising arrangements. In the fifth chapter I discussed the issue of commercial terms changes. I focused on a unilateral change. In the last chapter, I tackled the issue of the clauses contained in the interpretative rules and gave the examples of the clauses used in the rules of interpretation Incoterms.

**Key words: commercial terms, commercial clauses, business transactions**